

STATE OF NEW HAMPSHIRE

Filing fee: \$ 35.00  
Use black print or type.  
Leave 1" margins both sides.

Form No. 50  
RSA 293-A:11.05

ARTICLES OF EXCHANGE BETWEEN  
DOMESTIC AND FOREIGN CORPORATIONS

ACQUIRING Corporation \_\_\_\_\_

ACQUIRED Corporation \_\_\_\_\_

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, THE UNDERSIGNED DOMESTIC AND FOREIGN CORPORATIONS ADOPT THE FOLLOWING ARTICLES OF EXCHANGE:

FIRST: The plan of exchange was approved by the undersigned corporations in the manner prescribed by the New Hampshire Business Corporation Act. THE PLAN OF EXCHANGE IS ATTACHED.

Name of Domestic Corporation \_\_\_\_\_.

- (Check one)    A. \_\_\_\_\_ shareholder approval was not required.  
                  B. \_\_\_\_\_ Shareholder approval was required. (Note 1)

Designation (class or series) of voting group	No. of shares outstanding	Total no. of votes entitled to be cast	Total no. of votes cast <b>FOR</b> <b>AGAINST</b>	<u>OR</u>	Total no. of undisputed votes <b>FOR</b>
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SECOND: The number of votes cast for the plan by each voting group was sufficient for approval by each voting group.

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Name of Foreign Corporation \_\_\_\_\_.

State of Incorporation \_\_\_\_\_

THIRD: The laws of the state under which the foreign corporation was organized permit such an exchange and the foreign corporation has complied with the laws of that state in effecting the exchange.

Dated \_\_\_\_\_, \_\_\_\_\_

\_\_\_\_\_  
Exact name of ACQUIRING Corporation

By \_\_\_\_\_ (Note 2)

Signature of its \_\_\_\_\_

\_\_\_\_\_  
Print or type name

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\_\_\_\_\_  
Exact name of ACQUIRED Corporation

By \_\_\_\_\_ (Note 2)

Signature of its \_\_\_\_\_

\_\_\_\_\_  
Print or type name

- Notes:
1. All sections under "B." must be completed. If any voting group is entitled to vote separately, give respective information for each voting group. (See RSA 293-A:1.40 for definition of voting group.)
  2. Signature and title of person signing for the corporation. Must be signed by chairman of the board of directors, president or other officer; or see RSA 293-A:1.20(f) for alternative signatures.

Mail fee and ORIGINAL and ONE EXACT OR CONFORMED COPY to: Corporation Division,  
Department of State, 107 N Main St., Concord, NH 03301-4989